

# **EXHIBIT 3**

**STREUSAND | LANDON | OZBURN | LEMMON LLP** Sabrina L. Streusand  
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November 5, 2018

Via Email: ray.schrock@weil.com

Via Email: jacqueline.marcus@weil.com

Via Email: garret.fail@weil.com

Via Email: sunny.singh@weil.com

Ray C. Schrock  
Jacqueline Marcus  
Garret A. Fail  
Sunny Singh  
Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, NY 10153

Re: Case No. 18-23555-rdd; *In re Sears Home Improvement Products, Inc.*; in the  
United States Bankruptcy Court for the Southern District of New York (Jointly  
Administered under Case No. 18-23538-rdd) – **Notice of Reclamation**

To Whom It May Concern:

We represent Dell Marketing, L.P. (“Dell”). We understand that Sears Home Improvement Products, Inc. (the “Debtor”) filed its petition for relief under chapter 11 of the Bankruptcy Code on October 15, 2018 (the “Petition Date”) in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).

Subject to section 362 of the Bankruptcy Code, Dell makes this demand for reclamation or payment without prejudice to any other rights and remedies available to it, at law or in equity, including, but not limited to, its right to an allowed administrative expense claim under section 503(b)(9) of the Bankruptcy Code in the amount of \$1,955.26 (as set forth in the invoice attached hereto as **Exhibit A**), its setoff rights under section 553 of the Bankruptcy Code and applicable state law, and its right to amend and supplement this demand and to serve and file additional demands or claims.

Further, pursuant to section 546(c) of the Bankruptcy Code, Dell hereby serves written demand on the Debtor for the reclamation of or immediate payment for all goods that were received by the Debtor from Dell within the forty-five (45) days preceding the Petition Date (the “Reclamation Period”), which includes the invoice in **Exhibit A**. The goods subject to this reclamation demand are certain computer products and peripherals (the “Products”).

Subject to the provisions of the automatic stay, Dell hereby requests that all goods subject to this reclamation demand be segregated and protected by the Debtor from any other goods in

Spyglass Point | 1801 South MoPac Expressway, Suite 320 | Austin, Texas 78746

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the Debtor's possession, custody or control. Dell further requests that Debtor provide an immediate accounting of all goods subject to this reclamation demand that remain on hand and the present location(s) of such goods. Those goods must not be used for any purpose whatsoever except those specifically authorized by the Bankruptcy Court following notice and a hearing on Dell's rights.

Thank you for your time and attention to this matter. Should you have any questions, please do not hesitate to contact me.

Sincerely,



Sabrina L. Streusand

SLS/alp  
Enclosures



DELL MARKETING L.P.  
One Dell Way  
Round Rock, TX 78682

FID Number: 74-2616805  
For Sales: (512)338-4400  
Customer Service: (512)338-4400  
Technical Support: (888)242-0938  
Dell Online: <http://www.dell.com>

**Invoice****BILL TO:**

SEARS HOME IMPROVEMENTS  
ACCOUNTS PAYABLE  
1024 FL CENTRAL PKWY  
LONGWOOD, FL 32750-7579

**SHIP TO:**

SEARS  
SEBASTIAN MALDONADO  
1086 FLORIDA CENTRAL PKWY  
LONGWOOD, FL 32750-7579

PLEASE REVIEW DELL'S TERMS & CONDITIONS OF SALE AND POLICIES, WHICH GOVERN THIS TRANSACTION  
VIEW YOUR ORDER DETAILS ONLINE

<b>Invoice No:</b>	<b>10271965287</b>	<b>Customer No:</b>	<b>130524252</b>	<b>Order No:</b>	<b>SEE BELOW</b>	<b>Page 1 of 2</b>
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Purchase Order:	082018IS	Order Date:	08/20/2018
Payment Terms:	Due 60 days from invoice date	Sales Rep:	COOPER MARTIN
Due Date:	12/11/2018	Shipped Via:	SEE BELOW
Invoice Date:	10/12/2018	Customer Agreement No:	
Waybill Number:	461347794437832	Contract Number:	

Item Number	Description	Qty	Unit	Unit Price	Amount
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**SHIP TO:**

SEARS  
SEBASTIAN MALDONADO  
1086 FLORIDA CENTRAL PKWY  
LONGWOOD, FL 32750-7579



FOR SHIPMENTS TO CALIFORNIA, A STATE ENVIRONMENTAL FEE OF UP TO \$7 PER ITEM WILL BE ADDED TO INVOICES FOR ALL ORDERS CONTAINING A DISPLAY GREATER THAN 4 INCHES. THIS RECEIVABLE HAS BEEN SOLD TO DELL MARKETING L.P. AND TRANSFERRED TO THE DELL MARKETING MASTER TRUST.

		USD
<b>Sub-Total:</b>	\$	1,790.00
<b>Ship. &amp;/or Handling:</b>	\$	39.98
<b>ENVIRO FEE:</b>	\$	0.00
<b>Taxable:</b>		
\$ 1,790.00	<b>Tax:</b>	
<b>Non-Taxable:</b>	\$	125.28
\$ 39.98		
<b>Invoice Total:</b>	\$	1,955.26



DETACH AT LINE AND RETURN WITH PAYMENT  
Invoice Number: 10271965287  
Customer Name: SEARS HOME IMPROVEMENTS  
Customer Number: 130524252  
Purchase Order: 082018IS

**Make check payable / remit to :**  
Dell Marketing L.P.  
C/O Dell USA L.P.  
PO Box 534118  
Atlanta, GA 30353-4118

		USD
<b>Sub-Total:</b>	\$	1,790.00
<b>Ship. &amp;/or Handling:</b>	\$	39.98
<b>ENVIRO FEE:</b>	\$	0.00
<b>Taxable:</b>		
\$ 1,790.00	<b>Tax:</b>	
<b>Non-Taxable:</b>	\$	125.28
\$ 39.98		
<b>Invoice Total:</b>	\$	1,955.26
<b>Balance Due:</b>	\$	1,955.26
<b>Amount Enclosed:</b>		

0102719652870000000195526000001305242520



November 2, 2018

Dear Customer:

The following is the proof-of-delivery for tracking number **461347794437276**.

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**Delivery Information:**

<b>Status:</b>	Delivered	<b>Delivery location:</b>	Longwood, FL
<b>Signed for by:</b>	MFARLEY	<b>Delivery date:</b>	Oct 12, 2018 11:42
<b>Service type:</b>	FedEx Ground		
<b>Special Handling:</b>			

Signature Image is available. In order to view image and detailed information, the shipper or payor account number of the shipment must be provided.

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**Shipping Information:**

<b>Tracking number:</b>	461347794437276	<b>Ship date:</b>	Oct 9, 2018
		<b>Weight:</b>	5.8 lbs/2.6 kg

**Recipient:**  
LONGWOOD, FL US

**Shipper:**  
CHICAGO, IL US

<b>Reference</b>	none
<b>Purchase order number:</b>	082018IS
<b>Shipment Id</b>	461347794437276
<b>Invoice number</b>	PLAN.1040955202-1_DAO

Thank you for choosing FedEx.



November 2, 2018

Dear Customer:

The following is the proof-of-delivery for tracking number **461347794437832**.

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**Delivery Information:**

<b>Status:</b>	Delivered	<b>Delivery location:</b>	Longwood, FL
<b>Signed for by:</b>	MFARLEY	<b>Delivery date:</b>	Oct 11, 2018 10:19
<b>Service type:</b>	FedEx Ground		
<b>Special Handling:</b>			

Signature image is available. In order to view image and detailed information, the shipper or payor account number of the shipment must be provided.

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**Shipping Information:**

<b>Tracking number:</b>	461347794437832	<b>Ship date:</b>	Oct 8, 2018
		<b>Weight:</b>	5.8 lbs/2.6 kg

**Recipient:**  
LONGWOOD, FL US

**Shipper:**  
CHICAGO, IL US

<b>Reference</b>	none
<b>Purchase order number:</b>	082018IS
<b>Shipment Id</b>	461347794437832
<b>Invoice number</b>	PLAN.1040955343-1_DAO

Thank you for choosing FedEx.